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*Counsel to the Debtors
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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

Genesis Global Holdco, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No.: 23-10063 (SHL)

Jointly Administered

**NOTICE OF FILING OF
DECLARATION OF CHRISTOPHER P.
CONNIFF ON BEHALF OF ROPES & GRAY LLP
IN ACCORDANCE WITH THE ORDER AUTHORIZING
THE DEBTORS TO RETAIN AND COMPENSATE CERTAIN
PROFESSIONALS UTILIZED IN THE ORDINARY COURSE OF BUSINESS**

PLEASE TAKE NOTICE that, on January 19, 2023 (the “Petition Date”), Genesis Global Holdco, LLC (“Holdco”) and certain of its debtor affiliates, as debtors and debtors-in-possession in the above captioned chapter 11 cases (collectively, the “Debtors”), each filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. § 101 *et seq.* (the “Bankruptcy Code”) with the United States Bankruptcy Court for the Southern District of New York (the “Court”).

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor’s tax identification number (as applicable), are: Genesis Global Holdco, LLC (8219); Genesis Global Capital, LLC (8564); Genesis Asia Pacific Pte. Ltd. (2164R). For the purpose of these Chapter 11 Cases, the service address for the Debtors is 175 Greenwich Street, Floor 38, New York, NY 10007.

PLEASE TAKE FURTHER NOTICE that, on February 8, 2023, the Debtors filed *Debtors' Motion for Authority to Employ Professionals Used in the Ordinary Course of Business Nunc Pro Tunc to the Petition Date*, ECF No. 65 (the "OCP Motion").²

PLEASE TAKE FURTHER NOTICE that, on February 24, 2023, the Court entered the *Order Authorizing the Debtors to Retain and Compensate Certain Professionals Utilized in the Ordinary Course of Business*, ECF No. 102 (as may be amended from time to time, the "OCP Order").

PLEASE TAKE FURTHER NOTICE that, on July 20, 2023, the Court modified the OCP Order to increase the OCP Monthly Cap to \$150,000 and the OCP Case Cap to \$500,000. *See* ECF No. 548.

PLEASE TAKE FURTHER NOTICE that, on January 3, 2024, the Court further modified the OCP Order to increase the OCP Case Cap to \$1,000,000.

PLEASE TAKE FURTHER NOTICE that, pursuant to the OCP Order, attached hereto as **Exhibit A** and **Exhibit B** are the OCP Declaration and OCP Questionnaire, respectively, of Christopher P. Conniff on behalf of Ropes & Gray LLP (the "Ordinary Course Professional").

PLEASE TAKE FURTHER NOTICE that, pursuant to paragraph 2(d) of the OCP Order, any objection to the retention of the Ordinary Course Professional shall be made by **January 31, 2024 at 4:00 p.m. (prevailing Eastern Time)** (the "Objection Deadline"), which period may be extended with the consent of the Debtors without further order of the Court. Objections, if any, shall be served upon the Ordinary Course Professional and the Notice Parties on or before the Objection Deadline. If an objection received on or before the Objection Deadline with respect to the Ordinary Course Professional cannot be resolved, a hearing on the matter shall be held at the next reasonably available regularly scheduled hearing date.

PLEASE TAKE FURTHER NOTICE that, if no objection is timely submitted on or before the Objection Deadline, or if all timely objections are withdrawn or resolved, the Debtors shall be authorized to retain such Ordinary Course Professional, without the necessity of a hearing or further notice.

[Remainder of page intentionally left blank]

² Capitalized terms used but not otherwise defined herein shall have the meaning ascribed to them in the OCP Motion.

PLEASE TAKE FURTHER NOTICE that, following the Debtors' retention of the Ordinary Course Professional, such Ordinary Course Professional shall be required to comply with the requirements of the OCP Order.

Dated: January 17, 2024
New York, New York

/s/ Luke A. Barefoot

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Luke A. Barefoot
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Counsel to the Debtors and Debtors-in-Possession

EXHIBIT A

OCP Declaration

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

Genesis Global Holdco, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No.: 23-10063 (SHL)

Jointly Administered

DECLARATION OF DISINTERESTEDNESS

I, Christopher P. Conniff, declare that the following is true to the best of my knowledge, information and belief:

1. I am a Partner of Ropes & Gray LLP, located at 1211 6th Avenue, New York, NY 10036 (the “Firm”), which the debtors and debtors in possession (the “Debtors”) in the above-captioned jointly-administered cases (the “Chapter 11 Cases”) have agreed to compensate in connection with representation of an employee in the ordinary course of the Debtors’ business. The Debtors have requested that the Firm serve as counsel and provide legal representation to such employee of the Debtors in connection with ongoing investigations relating to the Debtors. The Firm has consented to provide such services. This Declaration is submitted in compliance with the *Order Authorizing the Debtors to Retain and Compensate Certain Professionals Utilized in the Ordinary Course of Business*, ECF No. 102 (as may amended from time to time, the “Ordinary Course Professionals Order”).

2. The Firm may currently perform and may perform services in the future in matters unrelated to the Chapter 11 Cases for persons that are parties in interest in the Chapter 11

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor’s tax identification number (as applicable), are: Genesis Global Holdco, LLC (8219); Genesis Global Capital, LLC (8564); Genesis Asia Pacific Pte. Ltd. (2164R). For the purpose of these Chapter 11 Cases, the service address for the Debtors is 175 Greenwich Street, Floor 38, New York, NY 10007.

Cases. The Firm does not perform services for any such person in connection with the Chapter 11 Cases, or have any relationship with any such person, their attorneys or their accountants that would be adverse to the Debtors or their estates.

3. The Debtors have requested that the Firm provide litigation and government investigations advice to an employee of the Debtors, and the Firm has consented to provide such services.

4. The Firm has not provided services to the Debtors prior to the commencement of the Chapter 11 Cases.

5. The Firm keeps, in the ordinary course of business, time records in one-tenth-of-an-hour increments.

6. As part of its customary practice, the Firm is retained in cases, proceedings and transactions involving many different parties, some of whom may represent or be employed by the Debtors, claimants and parties in interest in the Chapter 11 Cases.

7. Neither I nor any partner of the Firm has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than the partners and regular employees of the Firm.

8. Neither I nor any partner of the Firm, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors or their estates with respect to the matter upon which the Firm is to be employed.

9. The Debtors do not owe any amount in either U.S. Dollars or any other currency on the Petition Date for prepetition services or otherwise.

10. As of the Petition Date, the Firm was not party to an agreement for indemnification with the Debtors.

11. The Firm is conducting further inquiries regarding its retention by any creditors of the Debtors, and upon conclusion of such inquiries, or at any time during the period of its employment, if the Firm should discover any facts bearing on the matters described herein, the Firm will supplement the information contained in this Declaration.

[Signature page follows]

I declare under penalty of perjury under the laws of the United States of America
that the foregoing is true and correct.

Dated: January 11, 2024



Christopher P. Conniff
Partner
Ropes & Gray LLP
1211 6th Avenue
New York, NY 10036
Telephone: 212-596-9036
Email: christopher.conniff@ropesgray.com

EXHIBIT B

OCP Questionnaire

Genesis Global Holdco, LLC, *et al.*
Chapter 11 Lead Case No 23-10063 (SHL)

RETENTION QUESTIONNAIRE¹

TO BE COMPLETED BY PROFESSIONALS EMPLOYED BY GENESIS GLOBAL
HOLDCO LLC, *et al.*, (the “Debtors”)

THIS QUESTIONNAIRE WILL BE FILED WITH THE COURT ON YOUR BEHALF.
PLEASE REMIT IT TO THE FOLLOWING ADDRESS:

Cleary Gottlieb Steen & Hamilton, LLP
One Liberty Plaza
New York, NY 10006

If more space is needed, please complete on a separate page and attach.

1. Name and address of the firm:

Ropes & Gray LLP
1211 6th Avenue
New York, NY 10036

2. Date of retention: January 8, 2024

3. Type of services provided:

Legal representation of an employee of the Debtors in connection with litigation
and government investigations

4. Brief description of services to be provided:

Litigation and government investigations advice in connection with ongoing
investigations.

5. Arrangements for compensation (hourly, contingent, etc.):

Hourly, depending upon seniority / experience of attorney and paralegal

- (a) Average hourly rate (if applicable): _____

¹ All amounts are either owing in U.S. Dollars or have been converted to U.S. Dollars based on the applicable exchange rate in effect on the Petition Date.

- (b) Estimated average monthly compensation (based on prepetition retention if firm was employed prepetition):

6. Prepetition claims against any of the Debtors held by the firm:

Debtor(s) against whom claim is held: N/A

Amount of claim: N/A

Date claim arose: N/A

Source of claim: N/A

7. Prepetition claims against the Debtors held individually by any member or associate of the firm:

Name: N/A

Status: N/A

Debtor(s) against whom claim is held: N/A

Amount of claim: N/A

Date claim arose: N/A

Source of claim: N/A

8. Stock or American Depositary Shares of any of the Debtors currently held by the firm:

Kind of shares: N/A

No. of shares: N/A

9. Stock or American Depositary Shares of any of the Debtors currently held individually by any member or associate of the firm:

Name: N/A

Status: N/A

10. Disclose the nature and provide a brief description of any interest adverse to the Debtors or to their estates with respect to the matters on which the above-named firm is to be employed.

N/A

Name:

A handwritten signature in black ink, appearing to be 'CSM' or similar, written in a cursive style.

Title: Partner